IN THE HIGH COURT OF JUDICATURE AT BOMBAY,
NAGPUR BENCH, AT NAGPUR.

Company Application (CAL) No. 29 of 2004
in
Company Petition No. 12 of 1992

[In the matter of M/s. Porwal Fine Arts offsets works Ltd.(in liqn.) Official Liquidator, High Court, Nagpur Bench, Nagpur **Vs.** Late (Mrs.) Chintamani Porwal w/o Nemkumar Porwal Director through her legal heirs Shri Sushil Kumar Porwal and ors.]

Office Notes, Office Memoranda of Coram, appearances, Court's orders of directions and Registrar's orders	Court's or Judge's orders

Dr. Anjan De, Advocate for Official Liquidator
Mr. S. N. Bhattad, Advocate for respondent no. 1(A), 1(C), 2, 1(f)(a), 1(F)(d), 3(1)(D)
Mr. V. B. Bhise, Advocate h/f Mr. Shantanu Khedkar, Advocate for respondent no. 1(B)

CORAM : ANIL L. PANSARE J.

DATED : 26-07-2024

On 5-7-2024, following order was passed.

"In response to the order dated 28/6/2024, the Official *Liquidator has filed report stating therein that he is not able to ascertain and fix the individual responsibility of Ex-directors of the Company in liquidation, and therefore, the proceedings may be disposed of in terms of the Judgments referred to in the order dated 28/6/2024.*

2. In view of above, the proceedings under Sections 542 and 543 of the Companies Act, 1956 (for short, 'the Act of 1956') initiated against the Ex-directors stands dropped.

3. This Court, vide order dated 28/6/2024 has further directed the Official Liquidator to place on record statement of assets and liabilities of the Company for further consideration. The Official Liquidator has, in his report, stated that after selling assets of the Company, total amount available

> *to the credit of the Company was Rs. 25,11,001/- and the claims adjudicated were to the tune of Rs. 1,60,80,389/-. The Official Liquidator has paid to the Creditors an amount of Rs. 19,35,533/-.*
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> *4. The Official Liquidator submits that out of the balance amount substantial amount was paid towards payment of security personal employed, advertisement of sale notice publications, payment of Advocate fees, etc.. He seeks time to submit details of those payments for passing further order.*
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> *5. Stand over to 12th July, 2024."*

2. In response, the Official Liquidator has filed report giving details of disbursement of Rs. 6,00,000/-. It appears that amount of Rs. 3,57,925/- has been paid towards security payment, Rs. 1,13,583/- towards advertisement charges, Rs. 5,000/- as Advocate Fees, Rs. 56,011/- as Official Liquidator Fees and Rs. 74,439/- has been deposited in common pool fund salary and wages. The report further indicates that as on 10-7-2024, an amount of Rs. 1,68,486/- is available to the credit of the company and there are no assets of the company in liquidation. The Official Liquidator has accordingly made a request to permit him to pay, out of the amount available to the credit of the company, the balance amount to the Provident Fund Organization after adjusting expenses, professional fees to Advocates etc. The request being reasonable is granted. The Official Liquidator shall disburse the amount in terms of above and file compliance report in due course.

3. Put altogether and after disbursement of payment as above, the Official Liquidator will be left with no funds and assets to proceed with the winding up of the company. I am therefore, of the opinion that the Official Liquidator cannot proceed with the winding up of the company for want of fund. It is thus just and reasonable that an order of dissolution of company should be made.

4. The company "Porwal Fine Arts Offset Works Private Limited" is accordingly dissolved in terms of Section 481(1) of the Companies Act, 1956. The Official Liquidator shall forward copy of the order to the Registrar of Companies in terms of Section 481(2) of the Companies Act, 1956.

5. The proceedings are closed.

(Anil L. Pansare, J.)

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